

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
AUSTIN DIVISION

<b>In re:</b>	§
WBH Energy, LP,	§ Case No. 15-10003
WBH Energy Partners LLC	§
WBH Energy GP, LLC	§ Chapter 11
<b>Debtors.</b>	§ <b>Jointly Administered</b>
U.S. Energy Development Corporation, Plaintiff,	§
v.	§ <b>Adversary No. 15-01010</b>
WBH Energy, LLC, CL III Funding Holding Company LLC, Pumpco Services, Inc.,	§
Schlumberger Technology Corporation,	§
Smith International, Inc., d/b/a Thomas	§
Tools, Basic Energy Services, L.P., Gladiator	§
Energy Services, LLC, Susser Energy	§
Services, LLC, Halliburton Energy Services,	§
Inc., Flowco Production Solutions, LLC,	§
Multi-Chem Group, LLC, Weatherford US,	§
LP, Key Energy Services, LLC, Morrison	§
Supply Company, Inc.,	§
Defendants.	§
CL III Funding Holding Company, LLC, Plaintiff,	§
v.	§ <b>Adversary No. 15-01078</b>
WBH Energy Partners, LLC, U.S. Energy Development Corporation, Basic Energy	§
Services, L.P., BTI Services, Inc, Canrig	§
Drilling Technology Ltd., Challenger Process	§
Systems Co., Cressman Tubular Products	§
Corporation, Flowco Production Solutions,	§
LLC, Gladiator Energy Services, LLC,	§
Halliburton Energy Services, Inc., Hodges	§
Trucking Company LLC, Inwell II LLC, Key	§
Energy Services, LLC, M-I LLC d/b/a M-I	§
SWACO, Morrison Supply Company, Inc.,	§
Multi-Chem Group, LLC, Nabors Completion	§

and Production Services Co., Nabors Drilling §  
USA LP, Natural Gas Services Group Inc., §  
P.L.P.S., Inc., PCS Ferguson Inc., Pioneer §  
Fishing & Rental Services LLC, Pumpco §  
Services, Inc., Schlumberger Technology §  
Corporation, Smith International, Inc., d/b/a §  
Thomas Tools, Surf-Frac Wellhead Equipment, §  
Susser Energy Services, LLC, and Weatherford §  
US, LP.

**Defendants.**

---

<b>CL III Funding Holding Company, LLC,</b>	§
<b>Plaintiff,</b>	§
	§
v.	§ <b>Adversary No. 15-01079</b>
	§
<b>WBH Energy, LP, U.S. Energy Development</b>	§
<b>Corporation, Basic Energy Services, L.P., BTI</b>	§
<b>Services, Inc, Canrig Drilling Technology Ltd.,</b>	§
<b>Challenger Process Systems Co., Cressman</b>	§
<b>Tubular Products Corporation, Flowco</b>	§
<b>Production Solutions, LLC, Gladiator Energy</b>	§
<b>Services, LLC, Halliburton Energy Services,</b>	§
<b>Inc., Hodges Trucking Company LLC, Inwell II</b>	§
<b>LLC, Key Energy Services, LLC, M-I LLC</b>	§
<b>d/b/a M-I SWACO, Morrison Supply Company,</b>	§
<b>Inc., Multi-Chem Group, LLC, Nabors</b>	§
<b>Completion and Production Services Co.,</b>	§
<b>Nabors Drilling USA LP, Natural Gas Services</b>	§
<b>Group Inc., Orr Construction Inc., P.L.P.S.,</b>	§
<b>Inc., PCS Ferguson Inc., Pioneer Fishing &amp;</b>	§
<b>Rental Services LLC, Pumpco Services, Inc.,</b>	§
<b>Schlumberger Technology Corporation, Smith</b>	§
<b>International, Inc., d/b/a Thomas Tools, Surf-</b>	§
<b>Frac Wellhead Equipment, Susser Energy</b>	§
<b>Services, LLC, and Weatherford US, LP.</b>	§
<b>Defendants.</b>	§

---

**Mediated Settlement Agreement**

1. The Parties to Adversary 15-1010 shall jointly file a motion for an agreed final judgment which shall provide that \$1.7 million of the interpled funds shall be paid to a designated agent for the M&M lien group with the balance of the interpled funds to be paid to Castlelake.

2. The M&M lien holders shall deliver full releases of their respective M&M liens to the designated M&M lien agent who shall hold the releases in trust until receipt of the \$1.7 million at which time the releases shall be delivered to counsel for Castlelake.
3. The agreed final judgment shall dispose of all claims asserted by all parties in Adversary 15-1010 with prejudice.
4. The Parties shall also file an agreed stipulation of dismissal with prejudice in Adversaries 15-1078 and 15-1079 with the exception of claims asserted by and against Inwell II LLC and Orr Construction, Inc.
5. In connection with the releases of M&M liens, the settling M&M lienholders consent to the sale of the Oil & Gas Properties and Personal Property to Castlelake free and clear of their respective liens.
6. The M&M lienholders and M&M lien agent shall determine the allocation of the \$1.7 million to the claims of the M&M lienholders, and the M&M lien holders shall file amended proofs of claim for the balance of their respective claims after receipt of payment which shall designate the amount of their respective remaining unsecured claims.
7. Other than the release of the M&M liens all other rights and claims of the M&M lien holders are preserved.

Agreed to by:

SNOW SPENCE GREEN LLP	BRACEWELL & GIULIANI LLP
<p>By: <u>/s/ Kenneth Green</u> Phil Snow State Bar No. 18812600 <a href="mailto:philsnow@snowspencelaw.com">philsnow@snowspencelaw.com</a> Kenneth Green State Bar No. 24036677 <a href="mailto:kgreen@snowspencelaw.com">kgreen@snowspencelaw.com</a> 2929 Allen Parkway, Suite 2800 Houston, Texas 77019 (713) 335-4800 (713) 335-4848 (Fax) <b>Counsel for Secured Creditor CL III Funding Holding Company, LLC</b></p>	<p>By: <u>/s/ Jason Cohen</u> William A. (Trey) Wood III Texas Bar No. 21916050 <a href="mailto:Trey.Wood@bgllp.com">Trey.Wood@bgllp.com</a> Jason G. Cohen Texas Bar No. 24050435 <a href="mailto:Jason.Cohen@bgllp.com">Jason.Cohen@bgllp.com</a> 711 Louisiana, Suite 2300 Houston, Texas 77002 Telephone: (713) 223-2300 Facsimile: (713) 221-1212 <b>Counsel for the Debtors and Debtors in Possession</b></p>

<p><b>TAUBE SUMMERS, L.L.P.</b></p> <p>By: <u>/s/ Eric Taube</u>  Eric J. Taube  State Bar No. 19679350  Mark C. Taylor  State Bar No. 19713225  100 Congress Avenue, 18th Floor  Austin, Texas 78701  (512) 472-5997  (512) 472-5248 (FAX)  erict@hts-law.com  markt@hts-law.com  <b>Counsel for U.S. Energy Development Corporation</b></p>	<p><b>WEST ALLEN LAW FIRM, PC</b></p> <p>By: <u>/s/ Ian Sadler</u>  Jerrod Allen  STATE BAR NO. 24036126  Email: <a href="mailto:jallen@westallenlaw.com">jallen@westallenlaw.com</a>  Ian Sadler  24037416  Email: <a href="mailto:isadler@westallenlaw.com">isadler@westallenlaw.com</a>  211 N. Center St.  Longview, Texas 75601  Phone: 903-212-9300  Fax: 903-212-9301  <b>Attorney For Basic Energy Services, L.P.</b></p>
<p><b>DORÉ LAW GROUP, P.C.</b></p> <p>By: <u>/s/ Zachary McKay</u>  Carl Doré, Jr.  TBN: 06000600  <a href="mailto:carl@dorelawgroup.net">carl@dorelawgroup.net</a>  Zachary S. McKay  TBN: 24073600  <a href="mailto:zmckay@dorelawgroup.net">zmckay@dorelawgroup.net</a>  17171 Park Row, Suite 160  Houston, Texas 77084  (281) 829-1555  (281) 200-0751 Fax  <b>Counsel for: Flowco Production Solutions, LLC, Halliburton Energy Services, Inc., Key Energy Services, LLC, Morrison Supply Company, PCS Ferguson, Inc., Pioneer Fishing and Rental Services, LLC, Susser Energy Services, Weatherford U.S., LP, Multi Chem Group, LLC, and Challenger Process Systems</b></p>	<p><b>CRADY, JEWETT &amp; McCULLEY, LLP</b></p> <p>By: <u>/s/ Bill Sudela</u>  William R. Sudela  State Bar No. 19463300  Email: <a href="mailto:wsudela@cjmlaw.com">wsudela@cjmlaw.com</a>  J. Daniel Long  State Bar No. 24036985  Email: <a href="mailto:dlong@cjmlaw.com">dlong@cjmlaw.com</a>  2727 Allen Parkway, Suite 1700  Houston, Texas 77019  Telephone: (713) 739-7007  Fax: (713) 739-8403  <b>Counsel for Canrig Drilling Technology Ltd., Cressman Tubular Products Corporation, Gladiator Energy Services, LLC, M-I LLC d/b/a M-I SWACO, Pumpco Services, Inc.; Natural Gas Services Group, Inc.; Nabors Drilling USA, LP; and Nabors Completion &amp; Production Services Co., Schlumberger Technology Corporation, and Smith International, Inc d/b/a Thomas Tools</b></p>
<p><b>SESSIONS, FISHMAN, NATHAN &amp; ISRAEL, L.L.C.</b></p> <p>By: <u>/s/ J.P. Overton</u>  David R. Clouston, Attorney-in-Charge  (TX Bar #00787253)  Founders Square  900 Jackson Street, Suite 440  Dallas, TX 75202-4473  Telephone (214) 741-3005  Facsimile: (214) 741-3055  Email: <a href="mailto:dclouston@sessions-law.biz">dclouston@sessions-law.biz</a>  -----and-----  Jean Paul Overton  Assistant General Counsel  Superior Energy Services, Inc.  1001 Louisiana Street, Suite 2900  Houston, TX 77002  <b>Attorneys for Plaintiff, BTI Services, Inc.</b></p>	<p><b>K&amp;L GATES LLP</b></p> <p>By: <u>/s/ Trey Monsour</u>  Trey A. Monsour  Texas Bar No. 14277200  1000 Main Street, Suite 2550  Houston, TX 77002  Telephone: (713) 815-7320  Facsimile: (713) 815-7301  Email: <a href="mailto:trey.monsour@klgates.com">trey.monsour@klgates.com</a>  —and—  Artoush Varshosaz  Texas Bar No. 24066234  <b>K&amp;L GATES LLP</b>  1717 Main Street, Suite 2800  Dallas, Texas 75201  Telephone: (214) 939-5500  Facsimile: (214) 939-5849  Email: <a href="mailto:artoush.varshosaz@klgates.com">artoush.varshosaz@klgates.com</a>  <b>Counsel For Surf Frac Wellhead Equipment Company, Inc</b></p>

**GRAY REED & MCGRAW, P.C.**

By: /s/ Micheal Bishop  
Micheal W. Bishop, Esq.  
State Bar No. 02354860  
1601 Elm Street, Suite 4600  
Dallas, Texas 75201  
Telephone: (214) 954-4135  
Facsimile: (469) 320-6832  
**Counsel for P.L.P.S., Inc.**